



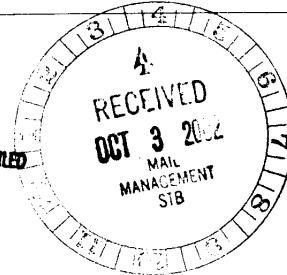
Member FDIC

Collinsville Center • 101 South Morrison • Collinsville, IL 62234  
618/344-6100 • Fax 618/344-7847

September 27, 2002

OFFICE OF THE SECRETARY  
SURFACE TRANSPORTATION BOARD  
1925 K STREET NW  
WASHINGTON, D.C. 20423

RECORDATION NO. 24160 FILED  
OCT 4 '02 10-50 AM  
SURFACE TRANSPORTATION BOARD



DEAR SECRETARY,

I HAVE ENCLOSED AN ORIGINAL AND ONE COUNTERPART OF THE DOCUMENTS DESCRIBED BELOW, TO BE RECORDED PURSUANT TO SECTION 11303 OF TITLE 49 OF THE U.S.CODE.

THIS DOCUMENT IS A "FINANCING STATEMENT AND NOTICE OF SECURITY INTEREST", A PRIMARY DOCUMENT, DATED MARCH 12<sup>TH</sup>, 2002.

THE NAMES AND ADDRESSES OF THE PARTIES TO THE DOCUMENTS ARE AS FOLLOWS:

MIDWEST RAILCAR CORPORATION (DEBTOR), 3 PROFESSIONAL PARK DRIVE, SUITE B, MARYVILLE, IL. 62062 AND THE BANK OF EDWARDSVILLE (THE SECURED PARTY), 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025.

A DESCRIPTION OF THE EQUIPMENT COVERED BY THE DOCUMENT FOLLOWS

THREE (3) 60 FT. 100 TON BOXCARS WITH THE FOLLOWING NEW NUMBERS: GNWR97011-GNWR97013.

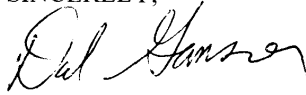
A FEE OF \$30 IS ENCLOSED. PLEASE RETURN THE ORIGINAL AND ANY EXTRA COPIES NOT NEEDED BY THE BOARD FOR RECORDATION TO THE BANK OF EDWARDSVILLE, ATTN: DAVID GANSNER, VICE PRESIDENT, 101 SOUTH MORRISON ST., COLLINSVILLE, IL. 62234

A SHORT SUMMARY OF THE DOCUMENT TO APPEAR IN THE INDEX FOLLOWS

A "FINANCING STATEMENT AND NOTICE OF SECURITY INTEREST" BETWEEN MIDWEST RAILCAR CORPORATION, 3 PROFESSIONAL PARK DRIVE SUITE B, MARYVILLE, IL. 62062, THE DEBTOR, AND THE BANK OF EDWARDSVILLE, 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025, THE SECURED PARTY, COVERING THREE (3) 60 FT. 100 TON BOXCARS WITH THE FOLLOWING NEW NUMBERS: GNWR97011-GNWR97013.

IF YOU SHOULD HAVE ANY QUESTIONS CONCERNING THIS LETTER PLEASE CALL  
ME AT 618-659-4102.

SINCERELY,

A handwritten signature in black ink, appearing to read "David Gansner". The signature is fluid and cursive, with the first name "David" and last name "Gansner" clearly distinguishable.

DAVID GANSNER  
VICE PRESIDENT

**FINANCING STATEMENT  
AND  
NOTICE OF SECURITY INTEREST**

MIDWEST RAILCAR CORPORATION }  
3 PROFESSIONAL PARK DRIVE }  
SUITE B }  
MARYVILLE IL 62062 }

DEBTOR

TO

THE BANK OF EDWARDSVILLE, )  
AN ILLINOIS BANKING CORPORATION )  
330 WEST VANDALIA )  
EDWARDSVILLE, ILLINOIS 62025 )

SECURED PARTY

RECORDATION NO. 24160 FILED  
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SURFACE TRANSPORTATION BOARD

Be It Know Hereby That, to secure an obligation entered into on March 12<sup>th</sup>, 2002, the  
above-named Debtor pledged to the Secured Party certain collateral as follows:

- A. Three (3) 60 FT 100 Ton Boxcars with the following numbers listed  
on Exhibit A attached and made a part of.
- B. An Assignment of Schedule 3 to that lease wherein Debtor is named as the Lessor and  
Georgia and Florida Railnet, Inc., is named as the Lessee, said Schedule 3 to the  
Lease bearing the date, January 4, 2002, to the original Lease dated September 5, 2001,  
and all renewals thereof.

and in addition thereto, all accessions, additions, replacements, and substitutions relating to any  
and all of the foregoing; all records, instruments, documents, and evidences relating thereto; and  
all proceeds and revenues related to or generated by the foregoing, including proceeds of  
insurance, general intangibles, and accounts.

**DEBTOR:**

MIDWEST RAILCAR CORPORATION

BY: 

RICHARD M. MURPHY, MI  
ITS PRESIDENT

**SECURED PARTY:**

THE BANK OF EDWARDSVILLE,  
AN ILLINOIS BANKING CORPORATION

BY: 

DAVID GANSNER  
VICE-PRESIDENT

**EXHIBIT "A"**

**Borrower:** MIDWEST RAILCAR CORPORATION  
3 PROFESSIONAL PARK DRIVE, SUITE B  
MARYVILLE IL 62062

**Lender:** THE BANK OF EDWARDSVILLE  
THE COLLINSVILLE CENTER  
101 SOUTH MORRISON  
COLLINSVILLE IL 62234

=====

This EXHIBIT "A" is attached to and by this reference is made a part of each Promissory Note or Credit Agreement, Security Agreement and Boarding Data, dated March 12, 2002, and executed in connection with a loan or other financial accommodations between The BANK OF EDWARDSVILLE and MIDWEST RAILCAR CORPORATION.

Three (3) 60 FT. 100 Ton Boxcars

ORIGINAL CAR #	NEW CAR #
MP266705	GNWR97011
MP268028	GNWR97012
MP268301	GNWR97013

THIS EXHIBIT "A" IS EXECUTED ON MARCH 12, 2002.

**BORROWER:** MIDWEST RAILCAR CORPORATION

**By:**

  
RICHARD M. MURPHY, III, PRESIDENT

**LENDER:** THE BANK OF EDWARDSVILLE

**By:**

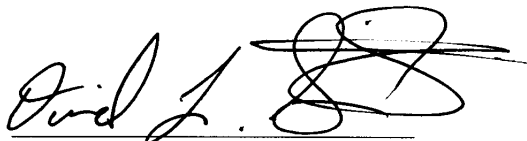
  
DAVID GANSNER, VICE-PRESIDENT

STATE OF Minnesota }  
COUNTY OF Sherburne }

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO  
HEREBY CERTIFY that RICHARD M. MURPHY, III, representing himself, to be the duly-  
elected and acting President of MIDWEST RAILCAR CORPORATION, and personally known  
to me to be the same person whose name appears on the foregoing instrument, appeared before  
me this date in person and acknowledged that he signed, sealed, and delivered the said  
instrument as his free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 13 day of March, 2002.



  
Notary Public

STATE OF Ill. }  
COUNTY OF Madison }

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO  
HEREBY CERTIFY that David W. Gansner, representing himself to be the duly-elected  
Vice-President of The Bank of Edwardsville and personally known to me to be the same person  
whose name appears on the forgoing instrument, appeared before me this date in person and  
acknowledged that they signed, sealed, and delivered and said instrument as his free and  
voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 12 day of March, 2002.

Joanne Miller  
Notary Public

